

RECORDATION NO. 17445-9 FILED

APR 26 '10 -3 00 PM

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**SURFACE TRANSPORTATION BOARD**

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April 26, 2010

Chief  
Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 "E" Street, S.W.  
Washington, D.C. 20423

Dear Section Chief.

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Notice of Termination of Lease, dated as of April 26, 2010, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete termination and relates to the Lease previously filed with the Commission under Recordation Number 17445.

The name and address of the party to the enclosed document are

Lessor: U.S. Bank National Association (successor-in-interest to The Connecticut National Bank)  
777 Main Street  
Hartford, Connecticut 06115

[Lessee: Union Pacific Railroad Company (successor by merger to Chicago and Northwestern Transportation Company)  
1400 Douglas Street  
Omaha, Nebraska 68179]

Chief, Section of Administration  
April 26, 2010  
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A description of the railroad equipment covered by the enclosed document is:

35 locomotives originally marked CNW 8543 - CNW 8577 which were remarked as UP 9065 - UP 9099.

A short summary of the document to appear in the index is:

Notice of Termination of Lease

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in cursive script, appearing to read "Edward M. Luria".

Edward M. Luria

EML/bhs  
Enclosures

RECORDATION NO. 17445-6 FILED

APR 26 '10 -3 00 PM

NOTICE OF TERMINATION OF LEASE

**SURFACE TRANSPORTATION BOARD**

The undersigned U.S. Bank National Association, as successor in interest to The Connecticut National Bank, a national banking association, solely in its capacity as Trustee under that certain Trust Agreement dated as of July 1, 1991 ("Trustee"), hereby publishes this notice that the Lease of Railroad Equipment dated as of July 1, 1991 originally between The Connecticut National Bank, a national banking association, solely in its capacity as Trustee, as lessor and Chicago and North Western Transportation Company, as lessee (the "Lease") has been terminated.

The Lease was originally filed with the Interstate Commerce Commission on July 19, 1991 at 3:05 PM under Recordation Number 17445 and the Registrar General of Canada pursuant to Section 90 of the Railway Act on August 1, 1991 as Document Key-4716 and covers the following locomotives:

35 locomotives originally marked CNW 8543-8577

This Notice of Termination of Lease also serves as notice that the amendments, agreements, statements, assignments and/or notices ancillary to the Lease that are listed on Schedule 1 attached hereto and incorporated herein have also been terminated.

[signature page follows]

IN WITNESS WHEREOF, the Trustee has caused this instrument to be executed by a duly authorized officer this 26<sup>th</sup> day of April, 2010

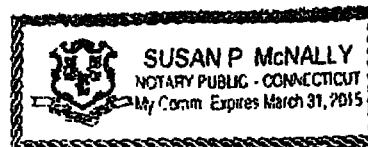
U.S. BANK NATIONAL ASSOCIATION, solely  
in its capacity as Trustee under that certain Trust  
Agreement dated as of July 1, 1991

By [Signature]  
Name Mark A. Forgetta  
Title Vice President

State of Connecticut )  
 )  
County of Hartford )

On this, the 26<sup>th</sup> day of April, 2010, before me, a Notary Public in and for said County and State, personally appeared Mark A. Forgetta, a Vice President of U.S. Bank National Association, who acknowledged himself to be a duly authorized officer of U.S. Bank National Association, and that, as such officer, being authorized to do so, he executed the foregoing instrument for the purposes therein contained

[Signature]



Schedule 1 to Notice of Termination of Lease

Additional Documents to Lease

Lease Assignment dated as of July 1, 1991 between The Connecticut National Bank, not in its individual capacity but solely as trustee under the Trust Agreement and The Chase Manhattan Bank, National Association as trustee under the Equipment Trust Agreement, filed with the Interstate Commerce Commission on July 19, 1991 at 3:05 PM under recordation number 17445 and the Registrar General of Canada pursuant to Section 90 of the Railway Act on August 1, 1991 as Document Key 4717.

Amendment Agreement No. 1 dated as of April 15, 1992 to the Lease between Chicago and North Western Transportation Company and The Connecticut National Bank, filed with the Interstate Commerce Commission on April 29, 1992 under recordation number 17445 and the Registrar General of Canada pursuant to Section 90 of the Railway Act on May 12, 1992 as Document Key 4713.

Notice of Merger between Chicago and North Western Railway Company and Union Pacific Railroad Company, filed with the Interstate Commerce Commission on November 6, 1995 under recordation number 17445.

Name Change of Trustee (to Fleet National Bank of Connecticut), filed with the Interstate Commerce Commission on February 23, 1996 under recordation number 17445.

Name Change of Trustee (to Fleet National Bank) filed with the Interstate Commerce Commission on August 21, 1996 under recordation number 17445.

Statement of Change in Reporting Marks and Road Numbers, filed with the Interstate Commerce Commission on October 2, 2008, under recordation number 17445, covering 35 locomotives originally marked CNW 8243-8577 which were remarked as CP 9065-9099.

**CERTIFICATION**

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: April 26, 2010

A handwritten signature in cursive script, appearing to read "Ed M Luria", written over a horizontal line.

Edward M. Luria